

Hearing Date: December 16, 2021 at 10:00 a.m. (ET)
Objection Deadline: November 30, 2021 at 12:00 p.m. (ET)

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

PURDUE PHARMA L.P., *et al.*¹

Debtors.

Chapter 11

Case No. 19-23649 (RDD)

(Jointly Administered)

**SIXTH INTERIM FEE APPLICATION OF ALIXPARTNERS, LLP
FINANCIAL ADVISOR FOR THE CHAPTER 11 DEBTORS,
FOR ALLOWANCE OF COMPENSATION FOR PROFESSIONAL
SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD JUNE 1, 2021 THROUGH SEPTEMBER 30, 2021**

Name of Applicant:	ALIXPARTNERS, LLP	
Applicant's Role in Case:	Financial Advisor to the Chapter 11 Debtors	
Date of Retention:	November 21, 2019 [Docket No. 528], <i>Nunc Pro Tunc</i> to September 15, 2019	
Time period covered by this Sixth Interim Application:	Beginning of Period	End of Period
	June 1, 2021	September 30, 2021
Summary of Total Fees and Expenses Requested:		
Total fees requested during the Sixth Interim Period:	\$4,009,435.00	
Total expenses requested during the Sixth Interim Period	\$194,217.02	

¹ The Debtors in these cases, along with the last four digits of each Debtor's registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF LP (0495), SVC Pharma LP (5717) and SVC Pharma Inc. (4014). The Debtors' corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

Total fees and expenses requested during the Sixth Interim Period:	\$4,203,652.02
Blended hourly rate for fees incurred during the Sixth Interim Period:	\$792.25
Summary of Prior Payments:	
Total allowed compensation paid to date during the Sixth Interim Period:	\$2,648,289.20
Total allowed expenses paid to date during the Sixth Interim Period:	\$193,497.36
Total amount due and owing AlixPartners during the Sixth Interim Period:	\$1,361,865.46
This is a(n): ___ Monthly Application <u>X</u> Interim Application ___ Final Application	

ALIXPARTNERS, LLP

**SUMMARY OF FEE STATEMENTS
DURING THE SIXTH INTERIM PERIOD
JUNE 1, 2021 THROUGH JANURY 31, 2021**

Date Filed Docket No.	Period Covered	Requested		Paid		Amount Outstanding
		Fees	Expenses	Fees	Expenses	
08/11/2021 Docket #3541	06/01/2021- 06/30/2021	\$1,048,377.00	\$63,978.96	\$838,701.60	\$63,978.96	\$209,675.40
09/02/2021 Docket #3730	07/01/2021- 07/31/2021	\$1,336,141.50	\$64,512.00	\$1,068,913.20	\$64,512.00	\$267,228.30
10/12/2021 Docket #3928	08/01/2021- 08/31/2021	\$925,843.00	\$65,006.40	\$740,674.40	\$65,006.40	\$185,168.60
11/8/2021 Docket #4083	09/01/2021- 09/30/2021	\$699,073.50	\$719.66			\$699,793.16
Total		\$4,009,435.00	\$194,217.02	\$2,648,289.20	\$193,497.36	\$1,361,865.46

INTERIM FEE APPLICATIONS

Date Filed Docket No.	Period Covered	Requested		ORDER Date Filed Docket No.	Awarded		Paid		Amount Outstanding
		Fees	Expenses		Fees	Expenses	Fees	Expenses	
03/16/2020 Docket #952 ¹	09/16/2019 - 01/31/2020	\$ 7,223,413.00	\$ 324,981.79	05/15/2020 Docket #1159	\$ 7,203,816.02	\$ 310,475.96	\$ 7,203,816.02	\$ 310,475.96	\$ 34,102.81
07/15/2020 Docket #1391	02/01/2020 - 05/31/2020	\$ 6,093,040.50	\$ 112,995.42	09/20/2020 Docket #1649	\$ 6,081,856.38	\$ 91,801.92	\$ 6,081,856.38	\$ 91,801.92	\$ 32,377.62
11/16/2020 Docket #1977	6/1/2020 - 9/30/2020	\$ 3,969,661.00	\$ 659.36	12/16/2020 Docket #2144	\$ 3,915,940.97	\$ 544.01	\$ 3,915,940.97	\$ 544.01	\$ 53,835.38
03/17/2021 Docket #2514	10/1/2020 - 1/31/2021	\$ 3,220,665.00	\$ 200.42	04/22/2021 Docket #2698	\$ 3,178,124.00	\$ 200.42	\$ 3,178,124.00	\$ 200.42	\$ 42,541.00
07/16/2021 Docket #3238	2/1/2021 - 5/31/2021	\$ 3,441,447.00	\$ 116,367.10	08/18/2021 Docket #3603	\$ 3,406,426.50	\$ 116,367.10	\$ 3,406,426.50	\$ 116,367.10	\$ 35,020.50
WITHIN	06/01/2021 - 09/30/2021	\$ 4,009,435.00	\$ 194,217.02		\$ -	\$ -	\$ 2,648,289.20	\$ 193,497.36	\$ 1,361,865.46
Subtotal		\$ 27,957,661.50	\$ 749,421.11		\$ 23,786,163.87	\$ 519,389.41	\$ 26,434,453.07	\$ 712,886.77	\$ 1,559,742.77
Voluntary Reduction ²		(19,596.98)	(14,505.83)						(34,102.81)
Voluntary Reduction ³		(11,184.12)	(21,193.50)						(32,377.62)
Voluntary Reduction ⁴		(53,720.03)	(115.35)						(53,835.38)
Voluntary Reduction ⁵		(42,541.00)							(42,541.00)
Voluntary Reduction ⁶		(35,020.50)							(35,020.50)
Total		\$ 27,795,598.87	\$ 713,606.43		\$ 23,786,163.87	\$ 519,389.41	\$ 26,434,453.07	\$ 712,886.77	\$ 1,361,865.46

¹ Due to a clerical error, AlixPartners incorrectly requested an excess amount of \$457.72 in expenses in the Fourth Monthly Fee Statement [Docket No. 824]. AlixPartners reduced the amount of expenses sought by the sum of \$457.72.

² AlixPartners voluntarily agreed with the Fee Examiner to a reduction of professional fees in the amount of \$19,686.65 and expenses in the amount of \$14,505.83 during the First Interim Period.

³ AlixPartners voluntarily agreed with the Fee Examiner to a reduction of professional fees in the amount of \$11,184.12 and expenses in the amount of \$21,193.50 during the Second Interim Period.

⁴ AlixPartners voluntarily agreed with the Fee Examiner to a reduction of professional fees in the amount of \$53,720.03 and expenses in the amount of \$115.35 during the Third Interim Period.

⁵ AlixPartners voluntarily agreed with the Fee Examiner to a reduction of professional fees in the amount of \$42,541.00 during the Fourth Interim Period.

⁶ AlixPartners voluntarily agreed with the Fee Examiner to a reduction of professional fees in the amount of \$35,020.50 during the Fifth Interim Period.

ALIXPARTNERS, LLP

**SUMMARY OF HOURS AND FEES BY PROFESSIONAL
DURING THE SIXTH INTERIM PERIOD
JUNE 1, 2021 THROUGH SEPTEMBER 30, 2021**

PROFESSIONAL	TITLE	RATE	HOURS	FEES
Lisa Donahue	Managing Director	\$1,295	31.6	\$ 40,922.00
Richard Collura	Managing Director	\$1,125	173.1	194,737.50
Jesse DelConte	Managing Director	\$1,055	558.0	588,690.00
Tarek Ghalayini	Managing Director	\$1,055	1.4	1,477.00
Mark F Rule	Director	\$980	203.2	199,136.00
Kevin M McCafferty	Director	\$980	435.6	426,888.00
Joon H Hyun	Director	\$980	220.5	216,090.00
Jason Muskovich	Director	\$980	36.4	35,672.00
Gabe J Koch	Director	\$865	322.7	279,135.50
HS Bhattal	Director	\$865	591.4	511,561.00
Jamey Hamilton	Director	\$865	75.8	65,567.00
Nate P Janysek	Director	\$865	9.2	7,958.00
Kasia Duda	Senior Vice President	\$710	2.3	1,633.00
Sam K Lemack	Senior Vice President	\$665	713.4	474,411.00
Fernando O Silva	Senior Vice President	\$665	5.9	3,923.50
Sam J Canniff	Senior Vice President	\$665	2.8	1,862.00
Kristina Galbraith	Senior Vice President	\$665	2.9	1,928.50
Heather Saydah	Senior Vice President	\$480	21.4	10,272.00
Charles C Nweke	Vice President	\$650	189.5	123,175.00
Andrew D DePalma	Vice President	\$625	658.7	411,687.50

[Continued on Next Page]

**SUMMARY OF HOURS AND FEES BY PROFESSIONAL
DURING THE SIXTH INTERIM PERIOD
JUNE 1, 2021 THROUGH SEPTEMBER 30, 2021**

PROFESSIONAL	TITLE	RATE	HOURS	FEES
Julia Gutierrez	Vice President	\$625	23.7	14,812.50
Lan T Nguyen	Vice President	\$530	635.5	336,815.00
Julia Caitlin Hardy	Vice President	\$530	23.7	12,561.00
Tammy Brewer	Vice President	\$465	6.5	3,022.50
Adrienne Hazelwood	Vice President	\$460	3.5	1,610.00
Brooke F Filler	Vice President	\$460	2.3	1,058.00
Melanie McCabe	Vice President	\$430	27.5	11,825.00
Lisa Marie Bonito	Associate	\$465	62.3	28,969.50
Andrew Gettler	Associate	\$375	20.0	7,500.00
Total Professional Hours and Fees			5,060.8	\$ 4,014,900.00
Less 50% Travel Fees				(5,465.00)
Total Professional Fees				\$ 4,009,435.00
Average Billing Rate				\$ 792.25

ALIXPARTNERS, LLP

**SUMMARY OF HOURS AND FEES BY MATTER CATEGORY
DURING THE SIXTH INTERIM PERIOD
JUNE 1, 2021 THROUGH SEPTEMBER 30, 2021**

MATTER CODE¹	MATTER CATEGORY	HOURS	FEES
1.1 / 101	Chapter 11 Process/Case Management	441.0	\$ 324,862.00
1.3 / 103	Cash Management	297.0	169,684.50
1.4 / 104	Communication with Interested Parties	445.4	319,801.50
1.5 / 105	U. S. Trustee / Court Reporting Requirements	123.8	72,481.00
1.6 / 106	Business Analysis & Operations	1,082.4	870,225.50
1.7 / 107	POR Development	864.6	770,472.50
1.8 / 108	Executory Contracts	165.7	114,313.50
1.9 / 109	Claims Process	12.7	10,238.00
1.10 / 110	Special Projects	1,123.3	950,023.50
112	Retention and Engagement Administration	20.4	7,807.00
1.13 / 113	Fee Statements and Fee Applications	155.3	92,676.00
1.14 / 114	Court Hearings	103.7	98,281.50
115	Forensic Analysis	214.5	203,103.50
1.17	Travel	11.0	5,465.00
Total Hours and Professional Fees Before Holdback		5,060.8	\$ 4,009,435.00
Average Billing Rate			\$ 792.25

¹ As of September 1, 2021, AlixPartners has integrated a new billing system, therefore, the new matter code numbers are reflected herein.

ALIXPARTNERS, LLP

**SUMMARY OF EXPENSES
DURING THE SIXTH INTERIM PERIOD
JUNE 1, 2021 THROUGH SEPTEMBER 30, 2021**

EXPENSE CATEGORY	EXPENSE
Ground Transportation	\$ 512.82
Hosting Fees (GB)	193,416.00
Lodging	225.00
Meals	25.00
Postage	38.20
Total	\$ 194,217.02

¹ Pursuant to the *Agreement for eDiscovery Consulting Services – Third Addendum*, AlixPartners will credit hosting charges in each sixth month of hosting, limited to the hosting charge of the prior month. AlixPartners has agreed to waive hosting charges in the amount of \$78,028.80 during the September 2021 Monthly Fee Statement.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

PURDUE PHARMA L.P., *et al.*¹

Debtors.

Chapter 11

Case No. 19-23649 (RDD)

(Jointly Administered)

**SIXTH INTERIM FEE APPLICATION OF ALIXPARTNERS, LLP
FINANCIAL ADVISOR FOR THE CHAPTER 11 DEBTORS,
FOR ALLOWANCE OF COMPENSATION FOR PROFESSIONAL
SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD JUNE 1, 2021 THROUGH SEPTEMBER 30, 2021**

AlixPartners, LLP (“AlixPartners”), as financial advisor to Purdue Pharma L.P. and its affiliated debtors and debtors-in-possession (the “Debtors”), hereby submits its application (the “Application”), for (i) interim allowance of compensation for professional services rendered and reimbursement of out of-pocket expenses incurred for the period June 1, 2021 through September 30, 2021 (the “Sixth Interim Period”). In support of this Application, AlixPartners respectfully states as follows:

¹ The Debtors in these cases, along with the last four digits of each Debtor’s registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF LP (0495), SVC Pharma LP (5717) and SVC Pharma Inc. (4014). The Debtors’ corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

Jurisdiction and Venue

1. The United States Bankruptcy Court for the Southern District of New York (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b).

2. Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The basis for relief requested herein are Sections 330 and 331 of Title 11 of the United States Bankruptcy Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rule 2016-1 of the Local Bankruptcy Rules for the Southern District of New York (the “Local Rules”), the *Amended Guidelines for Fees and Disbursements for Professionals in the Southern District of New York, updated June 17, 2013* (the “Local Guidelines”) and the *Order Establishing Procedures For Interim Compensation and Reimbursement of Expenses for Retained Professionals*, dated November 21, 2019 (the “Interim Compensation Order”) [Docket No. 529].

Background

4. On September 16, 2019 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of New York (the “Court”).

5. The Debtors are authorized to continue operating their businesses and managing their properties as debtors-in-possession pursuant to Sections 1107 and 1108 of the Bankruptcy Code.

6. On September 27, 2019, the Office of the United States Trustee for the Southern District of New York (the “U.S. Trustee”) appointed the Official Committee of Unsecured Creditors (the “Committee”) [Docket No. 131].

7. On April 8, 2020, the Court entered an *Order Authorizing Appointment of Independent Fee Examiner Pursuant To 11 U.S.C. § 105(A) and Modifying Interim Compensation Procedures for Certain Professionals Employed Pursuant to 11 U.S.C. § 327*) [Docket No. 1023]. David M. Klauder was appointed as the fee examiner (“the Fee Examiner”) in these Chapter 11 Cases.

Retention of AlixPartners

8. On November 5, 2019, the Debtors filed their *Debtors’ Application For an Order Authorizing the Debtors to Retain and Employ AlixPartners, LLP as Financial Advisor Nunc Pro Tunc to the Petition Date* [Docket No. 429].

9. On November 21, 2019, the Court entered the *Order Authorizing the Debtors to Retain and Employ AlixPartners, LLP as Financial Advisor Nunc Pro Tunc to the Petition Date* [Docket No. 528] (the “Retention Order”).

10. The Retention Order approved the terms of AlixPartners’ fee and expense structure set forth in the engagement letter dated March 5, 2019 (the “Engagement Letter”) and authorized AlixPartners to be compensated pursuant to the terms of the Engagement Letter and procedures set forth in the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, the Interim Compensation Order, and any other applicable orders of this Court.

Relief Requested

Monthly Fee Statements During the Sixth Interim Period

11. AlixPartners’ four (4) monthly fee statements (the “Monthly Fee Statements”) covered during the Sixth Interim Period have been filed and served pursuant to the Interim Compensation Order. The Monthly Fee Statements covered by this Application contain detailed daily time logs describing the professional services rendered in the amount of \$4,009,435.00 and

out-of-pocket expenses incurred in the amount of \$194,217.02 during the Sixth Interim Period as noted below:

Date Filed Docket No.	Period Covered	Requested		Paid		Amount Outstanding
		Fees	Expenses	Fees	Expenses	
08/11/2021 Docket #3541	06/01/2021- 06/30/2021	\$1,048,377.00	\$63,978.96	\$838,701.60	\$63,978.96	\$209,675.40
09/02/2021 Docket #3730	07/01/2021- 07/31/2021	\$1,336,141.50	\$64,512.00	\$1,068,913.20	\$64,512.00	\$267,228.30
10/12/2021 Docket #3928	08/01/2021- 08/31/2021	\$925,843.00	\$65,006.40	\$740,674.40	\$65,006.40	\$185,168.60
11/8/2021 Docket #4083	09/01/2021- 09/30/2021	\$699,073.50	\$719.66			\$699,793.16
Total		\$4,009,435.00	\$194,217.02	\$2,648,289.20	\$193,497.36	\$1,361,865.46

12. Detailed descriptions of the professional services performed by each professional, organized by discrete project by day and the aggregate hours during the Sixth Interim Period were included in the Monthly Fee Statements and are attached as **Exhibit A**.

13. A detailed analysis of the out-of-pocket expenses incurred during the Sixth Interim Period were included in the Monthly Fee Statements and are attached as **Exhibit B**.

14. During the Sixth Interim Period, AlixPartners is seeking an interim allowance of compensation for professional fees rendered in the amount of \$4,009,435.00² and reimbursement of out-of-pocket expenses in the amount of \$194,217.02, for a total allowance of \$4,203,652.02. AlixPartners received payment in the amount of \$2,648,289.20 for professional services rendered and \$193,497.36 for out-of-pocket expenses from the Debtors and the amount of \$1,361,865.46 remains outstanding with respect to the Sixth Interim Period as of the filing of this Application.

² This amount includes the 20% holdback of professional fees reflected by the Monthly Fee Statements including the amount of \$209,675.40 for the 22nd Monthly Fee Statement, the amount of \$267,228.30 for the 23rd Monthly Fee Statement, the amount of \$185,168.60 for the 24th Monthly Fee Statement, and the amount of \$139,814.70 for the 25th Monthly Fee Statement, for the total holdback in the amount of \$801,887.00 (the "Holdback").

Summary of Professional Services Rendered During the Sixth Interim Period

15. During the course of AlixPartners' post-petition engagement, AlixPartners has (i) advised and assisted the Debtors in forecasting, planning, tracking and other aspects of cash management, including but not limited to preparing and delivering liquidity reporting; (ii) assisted the Debtors' treasury and accounting teams with managing vendor inquiries, reconciliations, and payments; (iii) advised the Debtors regarding its go-forward business plan and its options to maximize value for all of its stakeholders; (iv) assisted with developing presentation materials for meetings with various interested parties; (v) led the coordination and response to the due diligence requests from a myriad of interested parties, including maintaining the data room and ensuring information flow was in accordance with the protective order filed, which was crucial to ensure all constituents received appropriate information while allowing the Debtors' personnel to focus efforts on their day-to-day responsibilities; (vi) assisted management in developing and preparing reports in connection with bankruptcy requirements; (vii) performed significant diligence on the shareholders' international pharmaceutical company holdings and other assets in connection with the contemplated settlement structure; (viii) assisted the Debtors and its other advisors in negotiating and documenting the plan of reorganization and its associated agreements; (ix) assisted the Debtors and its other advisors in planning and preparing the Debtors to emerge from Chapter 11 and transfer the assets and operations of Purdue Pharma L.P. to a new entity; (x) prepared a comprehensive diligence report on the Debtors operations to provide to the Debtors' post-emergence Board; (xi) submitted multiple expert reports and declarations, as well as provided testimony, in support of the Debtors plan of reorganization and ultimate confirmation; and (xii) developed, provided and managed a secure data repository to prepare and make available certain documents to all interested parties in the Debtors' confirmation process.

Professional Services By Category During the Sixth Interim Period

16. AlixPartners classified all services performed for which compensation is sought into separate categories. Summarized below is a description of the services provided by AlixPartners to the Debtors during the Sixth Interim Period in each significant service area.

17. The following summaries are intended to highlight key services rendered by AlixPartners during the Sixth Interim Period in certain project billing categories where AlixPartners has expended a considerable number of hours on behalf of the Debtors, and are not meant to be a detailed description of all of the work performed by AlixPartners. Further detail regarding professional services performed by AlixPartners during the Sixth Interim Period are as follows:

Matter Code 1.1/ 101: Chapter 11 Process/Case Management

441.0 hours - \$324,862.00

This category includes many different tasks necessary to comply with the requirements of this Court, the U.S. Trustee, and/or the Bankruptcy Code, including without limitation, organizing and managing the Debtors' resources to effectively and efficiently plan; coordination and management of the chapter 11 process; reviewing and maintaining due diligence trackers and due diligence responses in compliance with the Protective Order; preparing and managing documents to be provided in association with the Debtors' confirmation discovery process; managing the Debtors' preparations to emerge from bankruptcy and transition the assets and operations of Purdue Pharma L.P. to a new entity upon emergence; as well as other miscellaneous tasks not otherwise separately classifiable.

Matter Code 1.3 / 103: Cash Management

297.0 hours - \$169,684.50

This category includes monitoring daily liquidity; assisting the Debtors in planning and tracking cash payments; developing 13 week cash flow forecasts; analyzing actual cash flow performance in comparison to forecast; and assisting the Debtors in determining what prepetition payments can be made based upon payments made to date.

Matter Code 1.4 / 104: Communication with Interested Parties

445.4 hours - \$319,801.50

This category includes preparation of diligence materials for and reports to, and communications with, the Committee, the Ad Hoc Committee of Governmental and Other Contingent Litigation Claimants, their respective advisors, various other ad hoc committees, and other parties-in-interest including attending and participating in meetings.

Matter Code 1.5 / 105: U.S. Trustee / Court Reporting Requirements

123.8 hours - \$72,481.00

This category includes assisting the Debtors with the preparation of financial and operating information required by such parties as the U.S. Trustee and/or the Court, including interim and monthly operating reports and motions, orders and stipulations related thereto.

Matter Code 1.6 / 106: Business Analysis & Operations

1,082.4 hours - \$870,225.50

This category includes analyzing monthly financial performance and preparing monthly flash reports; collecting and preparing analysis of the business in response to requests from the advisors to the Committee and the Ad Hoc Committee of Governmental and Other Contingent Litigation Claimants, amongst others; performing due diligence of the shareholders' international pharmaceutical operations and other assets in order to evaluate its value within the overall settlement framework; assisting management and the Debtors' other advisors in evaluating the financial aspects of the various shareholder settlement agreement proposals; assisting management in preparing its 2022 budget and long term business plan; assisting management and Davis Polk & Wardwell ("Davis Polk") in preparing various analyses of the Debtors' key employee incentive and retention plans; assisting management in preparing and reviewing various state license applications; assisting management in preparing materials per requests from various government entities such as the Department of Veterans Affairs, the Department of Justice or the Federal Trade Commission; assisting management in preparing materials to be shared with the Board of Directors; attending Board of Director meetings; analyzing various business issues in order to assist management in making various business decisions; and maintaining and reporting significant case financial data.

Matter Code 1.7 / 107: POR Development

864.6 hours - \$770,472.50

This category includes, amongst others, preparing updated draft financial projections exhibits to be included in the Debtors' disclosure statement; assisting the Debtors' other advisors and Purdue management in the drafting and negotiation of the Debtors' plan of reorganization, disclosure statement, various supplemental schedules and exhibits and various amended versions of such documents; assisting management and the Debtors' other advisors in negotiating the Debtors' settlement agreement with the shareholders; preparing multiple expert reports and multiple declarations to be submitted in support of the Debtors' plan of reorganization and confirmation; preparing for the Debtors' confirmation hearing and providing testimony related to the declarations and expert reports; preparing analyses in conjunction with a declaration to be submitted along with the Debtors' objection to the various motions for a stay pending appeal; preparing various analyses in support of the Debtors' role in mediation; and attending various other meetings and conference calls with regards to the Debtors' plan of reorganization and disclosure statement.

Matter Code 1.8 / 108: Executory Contracts

165.7 hours - \$114,313.50

This category includes analyzing executory contracts in order to determine the appropriate course of action to protect the estates' best interests and to analyze and negotiate the final cure amounts for such contracts.

Matter Code 1.9 / 109: Claims Process

12.7 hours - \$10,238.00

This category includes, amongst other, analyzing trade and operational claims filed to date; reviewing the filed claims with Purdue and Davis Polk to determine the appropriate claims process going forward; setting up a preliminary claims database and beginning the process of identifying valid and potentially invalid claims.

Matter Code 1.10 / 110: Special Projects

1,123.3 hours - \$950,023.50

This category includes assisting and advising with respect to various projects related to the case, including work done in preparing a comprehensive diligence report to be provided to the Debtors' post-emergence Board of Directors; producing discovery-related materials from AlixPartners for the Debtors' confirmation discovery data room; creating, preparing and managing the data room to be used by the Debtors to provide discovery materials to all parties involved in the confirmation process, as well as other projects identified by the Debtors.

Matter Code 112: Retention and Engagement Administration

20.4 hours - \$7,807.00

This category includes managing the retention and relationship disclosure processes.

Matter Code 1.13 / 113: Fee Statements and Fee Applications

155.3 hours - \$92,676.00

This category includes managing the fee application process, including preparing and reviewing fee applications and all required supporting documentation in accordance with requirements of the U.S. Trustee and/or the Court.

Matter Code 1.14 / 114: Court Hearings

103.7 hours - \$98,281.50

This category includes time AlixPartners' professionals spent attending Court hearings telephonically and providing testimony for the Debtors in support of the plan of reorganization.

Matter Code 115: Forensic Analysis

214.5 hours - \$203,103.50

This category includes, amongst others, the preparation of an expert report and declaration related to the analysis of all non-cash distributions to the Debtors' shareholders; and reviewing various documents and analyses that relate to these analyses in preparation for providing testimony related to such reports at the Debtors' confirmation hearing.

Matter Code 150: Travel Time

11.0 hours - \$5,465.00

Time spent includes traveling to meetings outside of their respective "home" office region. Hours billed under this category were billed at 50% of AlixPartners' standard rates.

18. All amounts requested during the Sixth Interim Period are for professional services rendered and out-of-pocket expenses incurred on behalf of the Debtors, all of which are actual, necessary and reasonable.

19. AlixPartners has not entered into any agreement, express or implied, with any other party for the purpose of fixing or sharing fees or other compensation to be paid for professional services rendered in these Chapter 11 Cases. No promises have been received by AlixPartners or any member thereof as to compensation in connection with these Chapter 11 Cases other than in accordance with the provisions of the Bankruptcy Code.

Certification

20. A Certification of Lisa Donahue is attached hereto as **Exhibit C** and made part of this Application.

No Prior Request

21. No prior request for the relief sought in this Application has been made to this or any other Court. This Application is made without prejudice to further or final applications based upon all relevant criteria, including the results achieved in the case as a whole.

Notice

22. Notice of this Application has been or will be provided to those parties entitled to receive notice hereof in accordance with any applicable order of this Court.

[Remainder of page intentionally left blank.]

Conclusion

WHEREFORE, AlixPartners, as financial advisor to the Debtors, respectfully requests that the Court enter an order providing that: (i) an interim allowance be awarded to AlixPartners in the amount of \$4,009,435.00 (including the Holdback in the amount of \$801,887.00) for professional services rendered and out-of-pocket expenses incurred in the amount of \$194,217.02 during the Sixth Interim Period; (ii) the Debtors be authorized and directed to pay AlixPartners the remaining outstanding balance of \$1,361,865.46; and (iii) for such other and further relief as this Court deems proper.

Dated: November 15, 2021

ALIXPARTNERS, LLP
909 Third Avenue, 30th Floor
New York, New York 10022

/s/ Lisa Donahue

By: Lisa Donahue
Managing Director